

THE O'NEIL GROUP, LLC  
4431 P Street, NW  
Washington, DC 20007  
Telephone: (202) 965-2878  
Facsimile: (202) 355-7610

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

-----X  
In re :  
LEHMAN BROTHERS HOLDINGS INC., *et al.*, : **Chapter 11**  
Debtors. : **Case No. 08-13555**  
: **(Jointly Administered)**  
:-----X

**SUMMARY SHEET PURSUANT TO UNITED STATES TRUSTEE GUIDELINES  
FOR REVIEWING APPLICATIONS FOR COMPENSATION AND  
REIMBURSEMENT OF EXPENSES FILED UNDER 11 U.S.C. §§ 330 AND 331**

**FIRST INTERIM APPLICATION**

<b>NAME OF APPLICANT:</b>	The O'Neil Group, LLC
<b>DATE OF RETENTION:</b>	February 9, 2010, nunc pro tunc to January 6, 2010
<b>TIME PERIOD:</b>	January 6, 2010 through and including January 31, 2010
<b>ROLE IN THE CASE:</b>	Tax Services Provider to Debtors and Debtors-in-Possession
<b>CURRENT APPLICATION:</b>	Total Fees Requested: \$7,776.00 Total Expenses Requested: \$1,936.92
<b>PRIOR APPLICATIONS:</b>	None

FIRST INTERIM APPLICATION PERIOD JANUARY 6, 2010 THROUGH JANUARY 31, 2010

PROFESSIONAL HOURS SUMMARY		
Engagement: International Tax Compliance – US Info Returns		

Professional	Level	Hours
O'Neil, Jacqueline M.	Managing Director	17
Barissi, Barbara A.	Director	16.5
Ruehle, Tim	Director	2.2
Total Hours:		35.7
Total	Blended Rate: \$ 180.00	\$ 6,426.00

Engagement: International Tax Services - 1118
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Professional	Rate	Hours	Total Fees
O'Neil, Jacqueline M.	\$ 325.00		\$ -
Barissi, Barbara A.	\$ 225.00		\$ -
Ruehle, Tim	\$ 225.00	6	\$ 1,350.00
Total Hours:		6	
Total			\$ 1,350.00

TOTAL: International Tax Services			
Total Hours	Total Fees	Total Expenses	Total
41.7	\$ 7,776.00	\$1,936.92	\$ 9,712.92

THE O'NEIL GROUP, LLC  
4431 P Street, NW  
Washington, DC 20007

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

-----X  
In re :

LEHMAN BROTHERS HOLDINGS INC., *et al.*, :  
Debtors. :

Chapter 11  
Case No. 08-13555  
(Jointly Administered)  
: :  
----- X

**FIRST INTERIM FEE APPLICATION OF THE O'NEIL GROUP, LLC FOR  
ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED AND FOR  
REIMBURSEMENT OF EXPENSES AS TAX SERVICES PROVIDERS TO THE  
DEBTORS AND DEBTORS-IN-POSSESSION  
FOR THE PERIOD FROM JANUARY 6, 2010 TO JANUARY 31, 2010**

The O'Neil Group ("O'Neil Group" or the "Firm"), consultants to Lehman Brothers Holdings Inc. ("LBHI") and its subsidiaries that are debtors and debtors in possession in these proceedings (collectively, the "Debtors"), for its first interim application (the "Application"), pursuant to sections 330(a) and 331 of title 11 of the United States Code (the "Bankruptcy Code") and Rule 2016 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), and the *Order Pursuant to Sections 105(a) and 331 of the Bankruptcy Code and Bankruptcy Rule 2016(a) establishing Procedures for Interim Monthly Compensation and Reimbursement of Expenses for Professionals* [Docket No. 1388] ("the Compensation Order"), for allowance of compensation for professional services performed by The O'Neil Group during the period commencing January 6, 2010, through and including January 31, 2010 (the "Compensation Period"), and for reimbursement of its actual and necessary expenses incurred during the Compensation Period, respectfully represents:

### **Background**

1. Commencing on September 15, 2008 and periodically thereafter (as applicable, the “Commencement Date”), the above captioned debtors and debtors-in-possession (collectively, the “Debtors”) commenced with this Court voluntary cases under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”). The Debtors’ chapter 11 cases have been consolidated for procedural purposes only and are being jointly administered pursuant to Rule 1015(b) of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”). The Debtors are authorized to operate their businesses and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

2. On September 17, 2008, the United States Trustee for the Southern District of New York (the “U.S. Trustee”) appointed a statutory committee of unsecured creditors pursuant to section 1102 of the Bankruptcy Code (the “Creditors’ Committee”).

3. On January 19, 2009, the U.S. Trustee appointed Anton R. Valukas as examiner in the above-captioned chapter 11 cases (the “Examiner”) and by order, dated January 20, 2009 [Docket No. 2583] the Court approved the U.S. Trustee’s appointment of the Examiner.

### **Jurisdiction**

4. This Court has subject matter jurisdiction to consider and determine this matter pursuant to 28 U.S.C. § 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b).

### **Lehman’s Business**

5. Prior to the events leading up to these chapter 11 cases, Lehman was the fourth largest investment bank in the United States. For more than 150 years, Lehman has been a leader in the global financial markets by serving the financial needs of corporations, governmental units, institutional clients and individuals worldwide.

6. Additional information regarding the Debtors' businesses, capital structures, and the circumstances leading to the commencement of these chapter 11 cases is contained in the Affidavit of Ian T. Lowitt Pursuant to Rule 1007-2 of the Local Bankruptcy Rules for the Southern District of New York in Support of First-Day Motions and Applications, filed on September 15, 2008 [Docket No. 2].

**Retention of The O'Neil Group**

7. By an order dated February 9, 2010 (the "Retention Order"), the Court approved the application dated January 27, 2010 filed by the Debtors seeking authorization pursuant to section 327(a) and 328(a) of the Bankruptcy Code *nunc pro tunc* to January 6, 2010 to employ The O'Neil Group as Tax Services Providers (the "Retention Application"). These matters are more fully described in the Declaration of Jacqueline O'Neil, a managing director of The O'Neil Group, sworn to January 26, 2010 and in accordance with the terms and conditions set forth in the agreements between the Debtors and The O'Neil Group, including without limitations, the provisions described in the engagement letter, dated as of January 26, 2010 (the "Engagement Letter"), as modified by paragraph 17 of the O'Neil Declaration.

**Summary of Requested Professional Compensation  
And Reimbursement of Expenses**

8. This Application has been prepared in accordance with (a) the Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases adopted by the Court on April 19, 1995 (the "Local Guidelines"), (b) the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. §§ 330 and 331 adopted on January 30, 1996 (the "UST Guidelines"), and (c) the Court's Order Pursuant to Sections 105(a) and 331 of the Bankruptcy Code and Bankruptcy Rule 2016(a) Establishing Procedures for Interim Monthly Compensation and

Reimbursement of Expenses of Professionals entered on or about June 25, 2009 (the “Interim Compensation Order” and, collectively with the Local Guidelines and the UST Guidelines, the “Guidelines”).

9. The O’Neil Group has not requested previously any compensation from the Court for professional services or reimbursement of expenses.

10. By this Application, The O’Neil Group seeks allowance in full of interim compensation for professional services rendered to the Debtors during the Compensation Period, in the aggregate amount of \$7,776, and for reimbursement of actual, necessary expenses incurred in connection with such services in the aggregate amount of \$1,936.92. During the Compensation Period, The O’Neil Group expended a total of 41.7 hours for which compensation is sought.

11. In accordance with the Interim Compensation Order, The O’Neil Group has received no payments to date for services rendered. By this Application, The O’Neil Group seeks payment of the remaining \$1,942.58, which amount represents the Court-ordered 20% holdback of The O’Neil Group requested fees during the Compensation Period.

12. During the Compensation Period, other than pursuant to the Interim Compensation Order, The O’Neil Group has received no payment and no promises of payment from any source for services rendered or to be rendered in any capacity whatsoever in connection with the matters covered by this Application. Except as set forth in the O’Neil Declaration, The O’Neil Group has not shared or agreed to share any of its compensation in connection with this matter with any other person, as permitted by section 504 of the Bankruptcy Code.

13. The compensation arrangements provided for in the Engagement Letter are consistent with and typical of arrangements entered into by The O’Neil Group and other tax firms with respect to rendering comparable services for clients similar to the Debtors, both in and outside of bankruptcy. Considering the Services that The O’Neil Group will provide, and the market prices

for The O'Neil Group's services, the Debtors submit that the Fee Structure (including reasonable reimbursements) is reasonable under the standards set forth in section 328(a) of the Bankruptcy Code and fulfills the requirements of Rule 2014-1 of the Local Rules.

14. Prior to the filing of this Application, The O'Neil Group sent the Debtors, Weil, Gotshal & Manges LLP, the U.S. Trustee, Feinberg Rozen (Fee Committee) and counsel to the Creditors' Committee monthly fee statements setting forth The O'Neil Group's fees for professional services rendered and expenses incurred beginning January 6, 2010 through January 31, 2010. No party objected to any element of any of The O'Neil Group's monthly statements.

15. Pursuant to the UST Guidelines, annexed to the U.S. Trustee summary section preceding this Application is a schedule setting forth all The O'Neil Group professionals who have performed services in these chapter 11 cases during the Compensation Period, their title and the total number of hours performed.

16. Pursuant to the Local Guidelines, a certification regarding compliance with the same is annexed hereto as Exhibit A.

17. Annexed hereto as Exhibit B is a schedule specifying the categories of actual and necessary expenses for which The O'Neil Group is seeking reimbursement and the total amount for each such expense category.

18. Pursuant to the UST Guidelines, annexed hereto as Exhibit C is a summary of the number of hours and amounts billed by The O'Neil Group during the Compensation Period, organized by task. The O'Neil Group maintains computerized records of the time spent by all The O'Neil Group professionals in connection with the Debtors' chapter 11 cases.

19. To the extent that time or disbursement charges for services rendered or expenses incurred relate to the Compensation Period, but were not processed prior to the preparation of this Application, The O'Neil Group reserves the right to request compensation for

such services and reimbursement of such expenses in a future application.

**Summary of Services**

20. The Debtors sought and received the Court's approval to retain The O'Neil Group because The O'Neil Group is a firm specializing in corporate tax compliance and accounting related services in both the ordinary course and crisis management and restructuring environments for public and private companies, and other constituents. Furthermore, key members of The O'Neil Group provided international and state income tax compliance services for the Debtors during 2009 for the 2008 compliance period, as members of Huron. As a result, The O'Neil Group has a strong foundation of knowledge and understanding of the Lehman Tax Department systems, processes. The Debtors believe that The O'Neil Group possesses extensive tax expertise useful in these cases, and that The O'Neil Group is well-qualified to advise the Debtors. Furthermore, the Debtors selected The O'Neil Group because of their expertise in providing tax services to debtors and creditors in chapter 11 and other distressed situations. *See e.g., In re The 1031 Tax Group, LLC*, Case No. 07-11448 (MG) (Bankr. S.D.N.Y. July 3, 2007) [Doc. No. 334]; *In re Delta Air Lines, Inc., et al.*, Case No. 05-17923 (ASA) (Bankr. S.D.N.Y. Jan. 23, 2007) [Doc. No. 4234]; *In re Northwest Airlines Corporation, et al.*, Case No. 05-17930 (ALG) (Bankr. S.D.N.Y. Oct. 27, 2005) [Doc. No. 822]; *In re The Delaco Company*, Case No. 04-10899 (CB) (Bankr. S.D.N.Y. Mar. 3, 2004) [Doc. No. 48]; *In re Global Crossing Ltd., et al.*, Case No. 02-40187 (REG) (Bankr. S.D.N.Y. July 15, 2002) [Doc. No. 1446].

21. Furthermore, The O'Neil Group has indicated a desire and willingness to act in these chapter 11 cases and render the necessary professional services as tax services providers for the Debtors, on the terms set forth in the Engagement Letter and described herein, and to subject itself to the jurisdiction of the Court.

22. By the Retention Order, the Debtors received the Court's approval to retain



The O'Neil Group as Tax Services Providers to LBHI pursuant to section 327(a) and 328(a) of the Bankruptcy Code, *nunc pro tunc* to the January 6, 2010 to perform certain tax services, all as more fully describes in the Declaration of Jacqueline O'Neil, managing director of The O'Neil Group, sworn January 26, 2010, and in accordance with the terms and conditions set forth in the agreements between the Debtors and The O'Neil Group, including without limitations, the provisions described in the engagement letter, dated as of January 26, 2010.

23. During this compensation period, The O'Neil Group personnel assisted the management of Lehman Brothers Holding Incorporated (LBHI) and Alvarez and Marsal (A&M) with the preparation and processing of the 2009 International tax returns, Forms 5471, 8858 and 8865. The preparation of these forms is required to be filed by the Internal Revenue Service.

24. These professional services included meetings and discussions with the Lehman Tax Management team to discuss the addition and challenges of the new General Ledger and file management systems, new international tax transactions, and additional tax compliance strategies. During this period, The O'Neil Group tax team initiated the preparation and review of the 2009 International tax returns, Forms 5471, 8858, and 8865. It is estimated there are 800 plus Lehman Brothers International tax returns that must be completed by the September 15 due date.

25. The following is a summary of the significant professional services rendered by The O'Neil Group during the Compensation Period. This summary is organized in accordance with The O'Neil Group's internal system of project or work codes.

Task	Description
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10	Project Planning
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	Project planning including providing communication to Lehman management team with weekly status updates, developing oversight structure of tax project, and developing 2009 updates to workpaper standardization and process.
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20 Client Meetings

Client meetings including attending Tax compliance strategy meetings between Lehman Management and A&M with discussions of process, areas of simplification and areas of continuing difficulties (domestic and international), Asia down-load meetings between Lehman Management and The O'Neil Group tax team, Received notice from Jeff Ciongoli we will use the bankruptcy date (9/12/08) GL information to complete the non-A&M Controlled entities that require filings for 2008. Weekly status meeting with Lehman management, Lehman interns, and The O'Neil Group tax team to discuss project status, developing issues, and on-going standardized procedures.

30 Review Prior year returns and workpapers

Review prior year returns and workpapers including review of hard copy and soft copy files to obtain transitional knowledge required to complete project and to ensure compliance with Lehman established procedures and processes.

35 SharePoint and File Management

Project oversight and assistance with the update of the new File Management System which is necessary for document protection and deposit and for the purpose of future audit and review processes.

40 Compliance Preparation

Compliance preparation including the preparation of Forms 5471, 8858, and 8865, 1118 and their related workpapers, calculations and required schedules. This includes the set up and upload into the new automated workbooks and reconciliation with the Tax Attribute Schedule and Earnings and Profits workbook.

47 Earning and Profits Analysis

Earnings and Profits analysis including review and analysis of entity file, roll-over of prior year data, incorporation of current year data, to allow for a reconciliation of E&P ending balance with Schedule J in return preparation process.

48 Foreign Income Analysis

Foreign income analysis including review and analysis of all corporate income reported on Consolidated 1120 US Income Tax Return and determination of Source of Income and classification of all foreign income required to be reported on the Foreign Tax Credit Form 1118 as part of the return preparation process.

49 Foreign Tax Credit Analysis

Preparation of the Foreign Tax Credit Form 1118 including determination of all corporate deductions that are properly allocated to foreign income as reported on the 1118 as part of the return preparation process. Preparation of the new Schedule K – Foreign Tax Carryover Reconciliation Schedule that is now required as part of the foreign tax credit analysis. Creation of automated upload schedule for 1118 data as an interface with tax prep software InSource.

50 Compliance Review

Compliance review and analysis of Forms 5471, 8858, and 8865, 1118 and their related workpapers, calculations and required schedules.

70 Tax Planning and Research

Other required tax planning and research associated with this project including client requested analysis and necessary planning and research required to more accurately and efficiently complete the engagement.

75 Preparation of Reports for Administrators

Data Gathering and Creation of reports as required by tax management and court-appointed Administrators, including tax preparation analysis, tax process documentation, controlled foreign corporation basis analysis, intercompany reporting and other various reports and documentation.

95 Travel time - Billable

Travel time that is billable as it exceeds the normal and customary 2 hour commute.

100 Billable time and expense reporting

Time and expense reporting including the fee application preparation services and other time incurred in the execution of this engagement as required by the Bankruptcy Requirements and other Court Obligations.

26. The foregoing professional services performed by The O'Neil Group were necessary and appropriate to the administration of the Debtors' chapter 11 cases. These services were in the best interests of the Debtors and other parties in interest. Compensation for the foregoing services as requested is commensurate with the complexity, importance and nature of the

problems, issues and tasks involved. The services were performed in an efficient manner.

27. The professional services performed by The O'Neil Group on behalf of the Debtors during the Compensation Period required an aggregate expenditure of 41.7 recorded hours by The O'Neil Group's professionals. During the Compensation Period, The O'Neil Group billed the Debtors for time expended by professionals based on a blended hourly rate of \$180.00 per hour for the International Tax Compliance engagement and at significantly reduced rates for the 1118 Foreign Tax Credit Engagement as follows:

Title	Hourly Rate
Tax Managing Director	\$325
Tax Director	\$225
Tax Manager	\$165
Tax Associate	\$125

28. As set forth in Exhibit B hereto, The O'Neil Group has incurred or disbursed \$1,936.92 in expenses in providing professional services to the Debtors during the Compensation Period. These expense amounts are intended to cover direct operating costs, which costs are not incorporated into The O'Neil Group's hourly billing rates.

**The Requested Compensation and Expense Reimbursement  
Should be Allowed**

29. Section 331 of the Bankruptcy Code provides for compensation of professionals and incorporates the substantive standards of section 330 to govern the Court's award of such compensation. 11 U.S.C. § 331. Section 330 provides that a court may award a professional employed under section 327 of the Bankruptcy Code reasonable compensation for "actual necessary

services rendered . . . and reimbursement for actual, necessary expenses.” 11 U.S.C. § 330(a)(1).

Section 330 also sets forth the criteria for the award of such compensation and reimbursement:

In determining the amount of reasonable compensation to be awarded, the court should consider the nature, the extent, and the value of such services, taking into account all relevant factors, including—

- (A) the time spent on such services;
- (B) the rates charged for such services;
- (C) whether the services were necessary to the administration of, or beneficial at the time at which the service was rendered toward the completion of, a case under this title;
- (D) whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed; and
- (E) whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under this title.

30. In the instant case, The O’Neil Group respectfully submits that the services for which it seeks compensation and the expenditures for which it seeks reimbursement in this Application were necessary for and beneficial to the orderly administration of the Debtors’ estates. Such services and expenditures were necessary to and in the best interests of the Debtors’ estates and creditors. The O’Neil Group further submits that the compensation requested herein is reasonable in light of the nature, extent, and value of such services to the Debtors, their estates and all parties in interest.

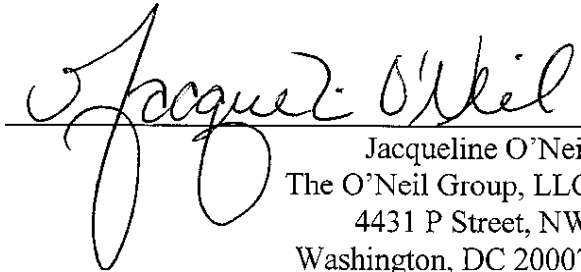
31. In sum, approval of the compensation for professional services and reimbursement of expenses sought herein is warranted.

### **Conclusion**

WHEREFORE The O’Neil Group respectfully requests (i) an allowance of

compensation for professional services rendered during the Compensation Period in the amount of \$7,776.00 and reimbursement of actual and necessary expenses The O'Neil Group incurred during the Compensation Period in the amount of \$1,936.92; (ii) authorization for the Debtors to pay to The O'Neil Group that portion of the compensation amount not yet paid; (iii) that the allowance of such compensation for professional services rendered and reimbursement of actual and necessary expenses incurred be without prejudice to The O'Neil Group's right to seek additional compensation for services performed and expenses incurred during the Compensation Period that were not processed at the time of this Application; and (iv) such other and further relief as is just.

Dated: March 12, 2010  
Washington, DC

  
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Jacqueline O'Neil  
The O'Neil Group, LLC  
4431 P Street, NW  
Washington, DC 20007

**INDEX OF EXHIBITS**

Exhibit A	Certification of Jacqueline O'Neil
Exhibit B	Schedule of Expenses
Exhibit C	Detail of Services by Work Code

**EXHIBIT A**

THE O'NEIL GROUP, LLC  
4431 P Street, NW  
Washington, DC 20007  
Telephone: (202) 965-2878  
Facsimile: (202) 355-7610

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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x

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<b>In re</b>	:	<b>Chapter 11</b>
	:	
	::	
	:	<b>Case No. 08-13555</b>
<b>LEHMAN BROTHERS HOLDINGS INC., et al.,</b>	:	<b>(Jointly Administered)</b>
<b>Debtors.</b>	:	
	:	

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**CERTIFICATION UNDER UNITED STATES TRUSTEE GUIDELINES IN  
RESPECT OF FIRST INTERIM APPLICATION OF THE O'NEIL GROUP  
CONSULTING GROUP FOR ALLOWANCE OF COMPENSATION FOR SERVICES  
RENDERED AND FOR REIMBURSEMENT OF EXPENSES AS TAX SERVICES  
PROVIDERS TO DEBTORS AND DEBTORS-IN-POSSESSION**

I, Jacqueline O'Neil, hereby certify that:

I. I am a managing director with the applicant firm, The O'Neil Group ("The O'Neil Group"), and am the professional designated by The O'Neil Group with responsibility for compliance with the Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases adopted by the Court on April 19, 1995 (the "Local Guidelines"), the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330, adopted on January 30, 1996 (the "UST Guidelines") and the Second Amended Order Pursuant to Sections



105(a) and 331 of the Bankruptcy Code and Bankruptcy Rule 2016(a) Establishing Procedures for Interim Monthly Compensation and Reimbursement of Expenses of Professionals entered by the Court on or about June 25, 2009 (the “Interim Compensation Order”, and collectively with the Local Guidelines and UST Guidelines, the “Guidelines”) in the chapter 11 cases of Lehman Brothers Holdings Inc. and its subsidiaries that are debtors and debtors in possession in these proceedings (collectively, the “Debtors”).

II. This certification is made in support of The O’Neil Group’s first interim fee application dated, March 12, 2010 (the “Application”), seeking the entry of an order pursuant to sections 330 and 331 of title 11 of the United States Code (the “Bankruptcy Code”) and Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) granting interim allowance of compensation for services rendered and reimbursement of expenses incurred for the period commencing January 6, 2010 through and including January 31, 2010 (the “Compensation Period”), and directing payment of fees and expenses that were not paid or which were previously subject to a holdback.

III. In respect of section B.1 of the Local Guidelines, I certify that:

- a. I have read the Application;
- b. to the best of my knowledge, information and belief formed after reasonable inquiry, the fees and expense reimbursements sought fall within the Guidelines;
- c. the fees and expense reimbursements sought are billed at rates not exceeding those customarily charged by The O’Neil Group and generally accepted by The O’Neil Group’s clients; and
- d. in seeking reimbursement of an expense, The O’Neil Group does not

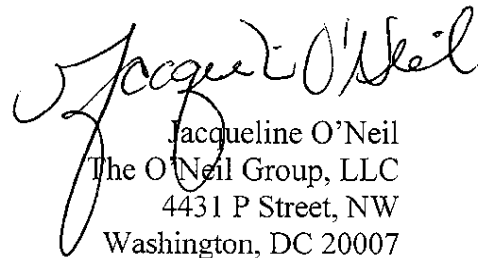
make a profit on that expenditure, whether it is performed in-house or by a third party.

IV. In respect of section B.2 of the Local Guidelines and as required by the Interim Compensation Order, I certify that The O'Neil Group has complied with those provisions requiring it to provide Weil, Gotshal & Manges LLP, the Debtors, the Fee Committee, counsel for the statutory committee of unsecured creditors appointed in these cases and the United States Trustee for the Southern District of New York, on a monthly basis, a statement of The O'Neil Group's fees and expenses accrued during the previous month.

V. Although the Debtors have not reviewed this Application, they have reviewed The O'Neil Group's monthly statements of fees and expenses, to which there have been no objections, and approved the amounts requested.

VI. In respect of section B.3 of the Local Guidelines, I certify that Weil, Gotshal & Manges LLP, Debtors, the Fee Committee, counsel for the statutory committee of unsecured creditors and the United States Trustee for the Southern District of New York are each being provided with a copy of the Application.

Washington, DC  
Dated: March 12, 2010

  
Jacqueline O'Neil  
The O'Neil Group, LLC  
4431 P Street, NW  
Washington, DC 20007

**EXHIBIT B - ACTUAL AND NECESSARY DISBURSEMENTS INCURRED BY THE O'NEIL GROUP**  
FIRST INTERIM APPLICATION PERIOD JANUARY 6, 2010 THROUGH JANUARY 31, 2010

**Detail of Actual and Necessary Expenses by Type**

Professional		Expense
Airfare		436.8
Hotel/Lodging		\$ 907.52
Ground Transportation - Train, Cab, Metro		\$ 287.60
Travel Meals & Incidentals - Per Diem		\$ 305.00
Total		\$ 1,936.92

**EXHIBIT C - DETAIL OF SERVICES BY WORK CODE**

**PROFESSIONAL HOURS SUMMARY**

Description	Code	Hours	Fees
Project Planning	10	13.9	\$ 2,502.00
Client Meetings	20	6.3	\$ 1,134.00
Compliance Preparation - 5471	40	10	\$ 1,800.00
Compliance Preparation - 1118	40	6	\$ 1,350.00
Administrative - Billable	100	0.5	\$ 90.00
Travel - Billable	90	5	\$ 900.00
Travel - Unbillable	95	16	\$ -
Total		57.7	\$ 7,776.00

## The O'Neil Group

4431 P Street  
Washington, DC 20007  
Tel: 202-965-2878 Fax: 202-355-7610  
jacque.oneil@oneiltaxteam.com  
www.oneiltaxteam.com

## Invoice

Jeffrey Ciongoli, Managing Director  
Lehman Brothers Holdings Inc.  
101 Hudson Street  
11th Floor  
New Jersey, NJ 073024585

Invoice Date: Feb 21, 2010  
Invoice Num: 111  
Billing From: Jan 01, 2010  
Billing To: Jan 31, 2010

### International Tax Compliance - US Info Returns (2010-011:) - Managed by (JMO)

#### Professional Services:

Date	Employee	Description	Hours	Rate	Amount
1/10/2010	JMO	Project Planning Project Planning and Team set-up with Hilda, Ann, Edan and Barb	2.00	\$180.00	\$360.00
1/26/2010	BAB	Travel - Billable Travel to/from Jersey City, NJ to/from Grand Rapids, MI - Excess Commute time	2.00	\$180.00	\$360.00
1/26/2010	BAB	Travel - Unbilled Travel to/from Jersey City, NJ to/from Grand Rapids, MI - Commute time	6.00	\$0.00	
1/26/2010	JMO	Project Planning Meeting with John S., Hilda, Tehmeena, Aqiyla, Ann and Edan re: status and kick-off	2.00	\$180.00	\$360.00
1/26/2010	JMO	Compliance Preparation Preparation of Travel Calendar, Timeline for Engagement and Team Schedule	2.00	\$180.00	\$360.00
1/26/2010	JMO	Travel - Unbilled Travel - unbilled	2.00	\$0.00	
1/27/2010	BAB	Project Planning Meeting with Oscar and Tarek to obtain access to Lehman drive, gotomypc, restore access to printer, restore RSA access and update passwords	1.20	\$180.00	\$216.00
1/27/2010	BAB	Project Planning Draft Agenda for International compliance Kick-off meeting	1.30	\$180.00	\$234.00
1/27/2010	BAB	Project Planning Clean up Lehman email and follow up with Lehman team on open items	2.20	\$180.00	\$396.00
1/27/2010	BAB	Project Planning Update contact list and distribute to team	0.80	\$180.00	\$144.00
1/27/2010	BAB	Project Planning Type up meeting notes and discuss open planning issues with Jacque O'Neil	2.40	\$180.00	\$432.00
1/27/2010	BAB	Client Meeting Meeting with John Shanahan, Hilda Cupeles Nieves, Jacque O'Neil and remaining members of International compliance team to discuss clean up issues and 2009 compliance season	3.50	\$180.00	\$630.00
1/27/2010	BAB	Client Meeting	0.60	\$180.00	\$108.00

# **The O'Neil Group**

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Washington, DC 20007  
Tel: 202-965-2878 Fax: 202-355-7610  
jacque.oneil@oneiltaxteam.com  
www.oneiltaxteam.com

## **Invoice**

Jeffrey Ciongoli, Managing Director  
Lehman Brothers Holdings Inc.  
101 Hudson Street  
11th Floor  
New Jersey, NJ 073024585

**Invoice Date:** Feb 21, 2010  
**Invoice Num:** 111  
**Billing From:** Jan 01, 2010  
**Billing To:** Jan 31, 2010

### **International Tax Compliance - US Info Returns (2010-011:) - Managed by (JMO)**

		Meeting with Hilda Cupeles Nieves to discuss reactivating building access, follow up with Chris Cincotta			
1/27/2010	TRR	Client Meeting Attend meeting w/ engagement team and LBHI personnel to establish timetable, scope of tax preparation process, and plan work process for 2010	2.20	\$180.00	\$396.00
1/27/2010	JMO	Project Planning Attend meeting w/ engagement team and LBHI personnel to establish timetable, scope of tax preparation process, and plan work process for 2010.	2.00	\$180.00	\$360.00
1/27/2010	JMO	Compliance Preparation Preparation of Travel Calendar, Timeline for Engagement and Team Schedule	2.00	\$180.00	\$360.00
1/28/2010	BAB	Travel - Unbilled Travel to/from Jersey City, NJ to/from Grand Rapids, MI - Commute time	6.00	\$0.00	
1/28/2010	BAB	Travel - Billable Travel to/from Jersey City, NJ to/from Grand Rapids, MI - Excess Commute time	2.00	\$180.00	\$360.00
1/28/2010	BAB	Administrative - Billable Prepare detail time records as required by BK Court	0.50	\$180.00	\$90.00
1/28/2010	JMO	Compliance Preparation Set Up of 2010 Engagement Codes, Review of Legal Entity List and Documentation for A&M	4.00	\$180.00	\$720.00
1/28/2010	JMO	Travel - Unbilled Travel - unbilled	2.00	\$0.00	
1/28/2010	JMO	Travel - Billable Travel - billable	1.00	\$180.00	\$180.00
1/28/2010	JMO	Compliance Preparation Review documentation for 2008 FSI calculation, assist with draft of memorandum to document the source of data used for the 2008 FSI calculation, and work processes required to prepare the required tax forms	2.00	\$180.00	\$360.00

**Total Service Amount:** \$6,426.00

# **The ONeil Group**

4431 P Street  
Washington, DC 20007  
Tel: 202-965-2878 Fax: 202-355-7610  
jacque.oneil@oneiltaxteam.com  
www.oneiltaxteam.com

## **Invoice**

Jeffrey Ciongoli, Managing Director  
Lehman Brothers Holdings Inc.  
101 Hudson Street  
11th Floor  
New Jersey, NJ 073024585

**Invoice Date:** Feb 21, 2010  
**Invoice Num:** 111  
**Billing From:** Jan 01, 2010  
**Billing To:** Jan 31, 2010

### **International Tax Compliance - US Info Returns (2010-011:) - Managed by (JMO)**

#### **Reimbursable Expenses:**

1/26/2010	BAB	Travel - Air	\$396.80
		Airfare from Grand Rapids, MI to Newark NJ	
1/26/2010	BAB	Travel - Baggage Fee	\$20.00
		Flight from Grand Rapids MI to Newark NJ	
1/26/2010	BAB	Travel - Cab	\$20.00
		Taxi Newark Airport to Newark Penn Station	
1/26/2010	BAB	Meals - Per Diem	\$61.00
1/26/2010	JMO	Travel - Metro	\$20.00
		PATH card from Newark to Jersey City	
1/26/2010	JMO	Meals - Per Diem	\$61.00
1/26/2010	JMO	Travel - Cab	\$22.00
		Taxi to Amtrak DC	
1/27/2010	BAB	Meals - Per Diem	\$61.00
1/27/2010	JMO	Meals - Per Diem	\$61.00
1/28/2010	BAB	Hotel	\$453.76
		2 Nights Hyatt Regency Jersey City 1/26 to 1/27	
1/28/2010	BAB	Travel - Cab	\$20.00
		Taxi Newark Penn Station to Newark Airport	
1/28/2010	BAB	Travel - Baggage Fee	\$20.00
		Airfare from Newark NJ to Grand Rapids, MI	
1/28/2010	BAB	Travel - Parking	\$54.00
		Parking at Airport Grand Rapids 1/26 - 1/28	
1/28/2010	JMO	Hotel	\$453.76
		2 Nights Hyatt Regency Jersey City 1/26 to 1/27	
1/28/2010	JMO	Travel - Train	\$129.60
		AMTRAK Roundtrip from/to DC to Newark NJ	
1/28/2010	JMO	Meals - Per Diem	\$61.00
1/28/2010	JMO	Travel - Cab	\$22.00
		From DC AMTRAK to Home	

**Total Expenses:** \$1,936.92

**Amount Due This Invoice:** \$8,362.92

#### **Account Summary**

Services BTD	Expenses BTD	Last Inv Num	Last Inv Date	Last Inv Amt	Last Pay Amt	Prev Unpaid Amt
\$6,426.00	\$1,936.92	--	--	\$0.00	\$0.00	\$0.00

**Total Amount Due Including This Invoice:** \$8,362.92

**The O'Neil Group**

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**Invoice**

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**Invoice Date:** Feb 21, 2010  
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**Billing To:** Jan 31, 2010

**International Tax Compliance - 1118 Prep & Review (2010-012:) - Managed by (JMO)**

**Professional Services:**

<u>Date</u>	<u>Employee</u>	<u>Description</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
1/7/2010	TRR	Compliance Preparation Review documentation for 2008 FSI calculation, assist with draft of memorandum to document the source of data used for the 2008 FSI calculation, and work processes required to prepare the required tax forms	4.40	\$225.00	\$990.00
1/27/2010	TRR	Compliance Preparation Preparation of process documentation to support the Form 1118 Foreign Source Income reporting	1.60	\$225.00	\$360.00

**Total Service Amount:** \$1,350.00

**Amount Due This Invoice:** \$1,350.00

**Account Summary**

<u>Services BTD</u>	<u>Expenses BTD</u>	<u>Last Inv Num</u>	<u>Last Inv Date</u>	<u>Last Inv Amt</u>	<u>Last Pay Amt</u>	<u>Prev Unpaid Amt</u>
\$1,350.00	\$0.00	--	--	\$0.00	\$0.00	\$0.00

**Total Amount Due Including This Invoice:** \$1,350.00